

To: Anderson, Matthew [REDACTED]; Palker, Jeffrey (NewsCorp)[];
 Appella, Andrea [REDACTED]
 From: Michel, Frederic
 Sent: Sun 23/01/2011 8:59:44 AM
 Subject: update - confidential

He still wants to stick to the following plan:

- Monday: Receive further details on UIL - but no need to meet at this stage
- Tuesday: Publication of Ofcom report; our submission and announcement that he has received UIL proposal and is looking into it
- Ask OPT to work with us on the UIL
- Put the UIL to Ofcom for advice. He said he would be able to send it to them with a specific question to limit their ability to challenge it (i.e., " your report demonstrates that Sky News is the core concern; I would like you to consider the following UIL which addresses all of these issues). He said Ofcom would not be able to create major obstacles in that way.
- Then in 2 weeks time, he announces he is minded to refer but has received a very substantial UIL and would like to consult publicly
- He predicts it should all be done by mid-Feb.

His view is that once he announces publicly he has a strong UIL, it's almost game over for the opposition.

He understands fully our concerns/fears regarding the publication of the report and the consultation of Ofcom in the process; but he wants us to take the heat, with him, in the next 2 weeks.

He very specifically said that he was keen to get to the same outcome and wanted JRM to understand he needs to build some political cover on the process.
 If he were to follow our Option 1 and not provide any details on the Ofcom report, he would be accused of putting a deal together with us behind closed doors and it would get in a much more difficult place. The more this gets out now, the better it will be as the opposition will lose arguments. This week's events do not give him much choice.

He said we would get there at the end and he shared our objectives.

Finally, he asked us to stick with him in the coming weeks, plan the upcoming Tuesday's publication and the debate which will unfold.

Fred.

Frederic Michel
 Director, Public Affairs, Europe
 News Corporation

[REDACTED]

To: JRM, [REDACTED]
 Cc: Anderson, Matthew, [REDACTED], Palker, [REDACTED], Macandrew,
 Jeff, [REDACTED], Appella, Andrea, [REDACTED]
 Alice, [REDACTED]
 From: Michel, Frederic
 Sent: Mon 24/01/2011 6:00:58 PM
 Subject: RE: CONFIDENTIAL - JH STATEMENT

More details on the statement:

At the end, JH will indicate that if "it produces a UIL which I believe will prevent the merger from doing adverse effects and which I propose to accept, then I will start the formal consultation which will last 15 days"

From: Michel, Frederic
 Sent: 24 January 2011 15:21
 To: JRM
 Cc: Anderson, Matthew; Palker, Jeff; Appella, Andrea; Macandrew, Alice
 Subject: CONFIDENTIAL - JH STATEMENT

Managed to get some infos on the plans for tomorrow [although absolutely illegal..>!]

- Press statement at 7.30am and Parliament statement at 9.30am [identical]
- Lots of legal issues around the statement so he has tried to get a version which helps us by qualifying the threats identified by Ofcom
- He will thus confirm that Ofcom recommended him to refer.
- JH will announce that "he is minded that maybe the case that a merger may operate against the public interest and it's in his own right that *he wishes to look at*

To: giles.wilkes [REDACTED]
From: Michel, Frederic
Sent: Mon 15/11/2010 7:03:13 PM
Subject: RE: Privileged and Confidential

Hi Giles,

Thanks a lot. Appreciated

I completely understand and I was only being cheeky in a friendly way. I didn't not mean to make any assumption at all about your conduct.

As you know, I'm keen to make sure things are done properly from my side as well and only wanted to engage beyond the transaction process, as I know there are many issues we could work on together well.

I sincerely hope the opportunity will come and in the meantime, I will make sure I can keep you informed.

Warm regards

Fred
Frederic Michel
Director, Public Affairs, Europe
News Corporation
tel: [REDACTED]
mob: [REDACTED]

----- Original Message -----

From: Wilkes Giles [REDACTED]
Sent: Monday, November 15, 2010 06:54 PM
To: Michel, Frederic [REDACTED]
Subject: RE: Privileged and Confidential

Hi Frederic

As it happens, I don't think I've talked about this issue with any of them. Of course, in briefing at Conference, I had to wander into a room full of media people, and people from the media contact me on other matters. And I know someone senior at Sky in a personal capacity, but we have studiously avoided discussing this since it became such a hot issue.

I'm sure we're both equally interested in staying within the bounds of proper conduct - forgive my caution

Best wishes

G

----- Original Message -----

From: Michel, Frederic [REDACTED]
Sent: 15 November 2010 18:34
To: Wilkes Giles [REDACTED]
Subject: RE: Privileged and Confidential

So that means no other possible interested parties in the transaction have met with you at all since June [Telegraph, FT, Associated, BT, BBC...etc.]?

To: JRM, [REDACTED]; Anderson, Matthew, [REDACTED]; Palker,
Jeff, [REDACTED]; Appella, Andrea, [REDACTED]
From: Michel, Frederic
Sent: Fri 24/12/2010 5:25:13 PM
Subject: Hunt - confidential

Just spoke to JH.

Said he was very happy for me to be the point of contact with him/Adam on behalf of JRM going forward. Very important to avoid giving the "anti" any opportunity to attack the fairness of the process and fine to liaise at that political level, while also DCMS/NWS legal teams are in touch.

Importantly, Jeremy is now away til the 5th January and won't see the Ofcom report til then.

Fred

Frederic Michel
Director, Public Affairs, Europe
News Corporation
[REDACTED]
[REDACTED]

To: JRM [REDACTED]
 Cc: Palker, Jeffrey (Newscom) [REDACTED]; Appella, [REDACTED]
 Andrea [REDACTED]; Matthew Anderson [REDACTED]
 From: Michel, Frederic
 Sent: Wed 09/02/2011 7:24:52 PM
 Subject: CONFIDENTIAL - JH - CONFIDENTIAL

as agreed on the call, I have managed to get JH quickly before he went in to see Swan Lake....and have further chat:

- he really feels this Ofcom letter is the ultimate weapon for them to block the deal. It's the last throw of the dice for Ed. he agreed re-my earlier comment to him that this was something Colette and Ed were floating already in September and their ultimate trophy.
- he understands this is a deal stopper for us and shares our frustration - "we all know what Ofcom's intentions are and have been from the start on this". He said that in truth, this was a very bureaucratic layer to be added and that even though on principles we were not at all on board with it, it might be a price worth paying for the deal to get a green light in 2 weeks.
- he can't instruct his officials to get back to Ofcom as he is not supposed to be aware that we have received the letter and its content....so we have to be very careful on this.
- he feels that we should take a contrarian view and despite being rightly outraged by Ofcom's suggestions, we should look at the longer-term view
- no one would expect us to accept such an undertaking with the structural remedy we have proposed: us accepting this or a middle-way would absolutely kill the public debate
- he asked whether we would be prepared to negotiate at all. he mentioned that if needed, there is still another week potentially to be added to the timetable for further negotiations with OFT and Ofcom
- he wants to think it overnight and get back first thing tomorrow morning. he doesn't want us to jump to conclusions too fast
- I told him he had to stand for something ultimately and this was his chance to dismiss Ofcom's views and show he had some backbone. he said he couldn't ignore Ofcom, he had brought them into this OFT process to get some cover and in public debate, he would get absolutely killed if he did such a thing.

Frederic Michel
 Director, Public Affairs, Europe
 News Corporation

Tel: [REDACTED]
 Mob: [REDACTED]

To: Palker, Jeff [REDACTED]; JRM [REDACTED]; Anderson, Matthew [REDACTED]
 From: Michel, Frederic
 Sent: Mon 10/01/2011 8:24:15 PM
 Subject: Re: Spoke to Hunt

Basically:

He is relax re-Guardian/FT piece tomorrow. Amazed by Watson sending the confidential email to Guardian and Reuters and hopes Whittingdale will launch enquiry into it. He said Webber Shandwick were still doing the session with CMS Committee Thursday and we should tell everyone...

His press team is telling everyone report will be published, that DCMS won't do running commentary on the process.

Said he can't suggest he will take representations as he will be inundated.

He said he would not be influenced by the negative media coverage but would welcomed other opeds like Littlewood or Elstein in coming days

He understands the cost of a CC referral and the potential damage for the bid: asked me if we could mention it again in our doc. But he repeated again his belief that it will be very difficult not to go to the CC if he is not equipped with both relevant remedies and arguments against Ofcom narrative.

He saw Ed Richards today:

- he challenged Ed on the "may be" rationale. Ed was adamant that the threshold was very low and referral was the only option

- he also challenged him on "sufficiency of plurality"

- ed repeated the same concerns which are in the report

- he didn't raise remedies with Ed

He made again a plea to try to find as many legal errors as we can in the Ofcom report and propose some strong and "impactful" remedies.

He is keen to meet next Tuesday or Wednesday to discuss our submission.

Frederic Michel
 Director, Public Affairs, Europe
 News Corporation
 [REDACTED]